

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., a Delaware	§	Jointly Administered
Corporation, <i>et al.</i> ,	§	Case No. 01-01139 (JKF)
	§	
Debtors.	§	Objection Deadline:
	§	May 28, 2002
	§	

NOTICE OF MONTHLY FEE AND EXPENSE INVOICE

To: The Notice Parties Listed on Exhibit A hereto

Name of Applicant: Warren H. Smith and Associates

Authorized to Provide
Professional Services to: The United States Bankruptcy Court

Date of Retention: March 18, 2002

Period for which compensation and/or
reimbursement is sought: March 1, 2002 through March 31, 2002

Summary of Monthly Fee and Expense Invoice Statements for Compensation Period:

Date Filed	Period Covered	Requested		Paid	
		Fees	Expenses	Fees	Expenses
05/08/2002	March 1, 2002 – March 31, 2002	\$2,889.50	-0-	Pending	Pending

PLEASE TAKE NOTICE that Warren H. Smith and Associates (the "Applicant") has today filed this Notice of Monthly Fee and Expense Invoice for March 1, 2002 through March 31, 2002 (this "Monthly Fee Statement") pursuant to the Order Appointing Fee Auditor and Establishing Related Procedures Concerning the Allowance and Payment of Compensation and Reimbursement of Expenses of Applicants and Consideration of Fee Applications (the "Fee Auditor Order").


PLEASE TAKE FURTHER NOTICE that responses or objections to this Monthly Fee Statement, if any, must be filed on or before May 28, 2002 at 4:00 (prevailing Eastern Time) (The "Objection Deadline") with the United States Bankruptcy Court for the District of Delaware, 5th Floor, 824 Market Street, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that upon the expiration of the Objection Deadline, the Applicant shall certify in writing to the Debtors and Counsel to the Debtors that no objection, or an objection, has been filed with the Court relative tot his Notice, whichever is applicable, after which the Debtors shall pat to the Professional an amount equal to the lesser of (i) 80 per cent of the fees and 100 percent of the expenses requested in this Monthly Fee Statement or (ii) 80 per cent of the fees and 100 percent of the expenses not subject to an objection. All fees and expenses in this Monthly Fee Statement will be included in the next interim application for compensation and reimbursement of expenses to be filed and served by the Applicant at a later date, and will be subject to objection at such time.

Dated: May 8, 2002

Respectfully submitted,

WARREN H. SMITH & ASSOCIATES

By: 
Warren H. Smith
State Bar No. 18757050

900 Jackson Street
120 Founders Square
Dallas, Texas 75202
(214) 698-3868
(214) 722-0081 (FAX)

FEE AUDITOR

CERTIFICATE OF SERVICE

I, Warren H. Smith, certify that I am not less than 18 years of age, and that service of a copy of the attached *Notice of Monthly Fee and Expense Invoice* (for Warren H. Smith & Associates for March 2002) was made May 8, 2002, upon the Notice Parties identified as "Exhibit A" in the Order Appointing Fee Auditor and Establishing Related Procedures Concerning the Allowance and Payment of Compensation and Reimbursement of expenses of Professionals and Members of Official Committees and Consideration of Fee Applications (as modified) via overnight federal express, or by hand delivery to those Parties located in Wilmington, Delaware.

Under penalty of perjury, I declare that the foregoing is true and correct.



Warren H. Smith

Exhibit A

Notice of Parties

The Debtors (via hard copy and email)

David B. Siegel, Esquire
Sr. V.P. and Gen. Counsel
W.R. Grace & Co.
7500 Grace Drive
Columbia MD 21044
william.sparks@grace.com

Co-Counsel for the Debtors (via email)

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Laura Davis Jones, Esquire
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Pachulski, Stang, Ziehl, Young & Jones, P.C.
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Co-Counsel to the Debtor-in-Possession (via email)

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Counsel to the Official Committee of Unsecured Creditors (via email)

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Counsel to the Official Committee of Personal Injury Claimants (via email)

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Matthew G. Zaleski, III, Esquire
Campbell & Levine
Chase Manhattan Centre, 15th Flr.
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Wilmington, DE 19801
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The Official Committee of Equity Holders (via email)

Philip Bently, Esquire
Kramer, Levin, Naftalis & Frankel LLP
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New York, NY 10022
pbentley@kramerlevin.com

Teresa K.D. Currier, Esquire
Klett Rooney Leber & Schorling
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Wilmington, DE 19801
currier@klettrooney.com
jwaxman@klettrooney.com

The Office of the United States Trustee (via hard copy)

WRGRACE.WHS3.02 Invoice.rtf

Frank J. Perch, Esquire
Office of the U.S. Trustee
844 King Street, Room 2311
Wilmington, DE 19801